

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF OIL, GAS AND MINERAL LEASE

STATE OF TEXAS §
 § **KNOW ALL MEN BY THESE PRESENTS, THAT:**
COUNTY OF TARRANT §

WHEREAS, **27D MINERALS, a Texas Joint Venture**, whose address is P. O. Box 93898, Southlake, TX 76092, as Lessor, did execute an Oil, Gas and Mineral Lease, made effective June 12, 2007, a Memorandum of which is recorded as Document Number D207252973 of the Official Public Records of Tarrant County, Texas (hereinafter collectively referred to as the "Lease"), in favor of **XTO ENERGY INC.** ("Lessee") covering the following land:

26.846 acre, more or less, a certain lot, tract or parcel of land located in the Jose Maria Basquis Survey, A-85, and being the same land described in "Special Warranty Deed", dated June 1, 2005, from NW Tarrant Growth Partners, L.P., a Texas limited partnership to THREE S&W L.L.C, a Texas limited liability company; NOVA FT. WORTH LLC, A Colorado Limited liability company; JAMES P. IRIZARRY; AND JEFF M. RICHARDSON, recorded Instrument #205156419 of the Tarrant County, Texas Records.

AND

8.0 acres of land, more or less, being to the center of the R-O-W of I-820, that runs along the South side of the tract owned by THREE S&W L.L.C., et al, and located in the Jose Maria Basquis Survey, A-85 and being a portion of a condemnation suit described in "Judgment" dated May 30, 1973, The State of Texas vs The Fort Worth National Corporation, et al, recorded Volume 5465, Page 776 in the County records of Tarrant County, Texas.

AND

0.793 acres of land, more or less, being to the center of the R-O-W of Quebec Street, that runs along the East side of the tract owned by THREE S&W L.L.C., et al, and located in the Jose Maria Basquis Survey, A-85 of Tarrant County, Texas.

AND WHEREAS, the undersigned (herein "Lessor" whether one or more) is the present owner of a mineral interest in lands covered by the Lease, as described above:

AND WHEREAS, all or a portion of the Lease and/or the leasehold rights thereunder are owned by XTO Energy Inc., 810 Houston Street, Fort Worth, Texas 76102 (herein "Lessee");

AND WHEREAS, Lessor and Lessee desire to amend the Lease, by amending the legal description of the Lease, as set forth herein;

NOW, THEREFORE, for and in consideration of the premises and Ten Dollars (\$10.00) and other valuable consideration in hand paid, the receipt of which is hereby acknowledged and confessed, Lessor and Lessee agree that the Lease is hereby amended, as follows:

The legal description for the lands covered by the Lease, is deleted in its entirety, as follows:

26.846 acre, more or less, a certain lot, tract or parcel of land located in the Jose Maria Basquis Survey, A-85, and being the same land described in "Special Warranty Deed", dated June 1, 2005, from NW Tarrant Growth Partners, L.P., a

Texas limited partnership to THREE S&W L.L.C, a Texas limited liability company; NOVA FT. WORTH LLC, A Colorado Limited liability company; JAMES P. IRIZARRY; AND JEFF M. RICHARDSON, recorded Instrument #205156419 of the Tarrant County, Texas Records.

AND

8.0 acres of land, more or less, being to the center of the R-O-W of I-820, that runs along the South side of the tract owned by THREE S&W L.L.C., et al, and located in the Jose Maria Basquis Survey, A-85 and being a portion of a condemnation suit described in "Judgment" dated May 30, 1973, The State of Texas vs The Fort Worth National Corporation, et al, recorded Volume 5465, Page 776 in the County records of Tarrant County, Texas.

AND

0.793 acres of land, more or less, being to the center of the R-O-W of Quebec Street, that runs along the East side of the tract owned by THREE S&W L.L.C., et al, and located in the Jose Maria Basquis Survey, A-85 of Tarrant County, Texas.

And is hereby replaced with;

35.639 acres of land located in TARRANT COUNTY, TEXAS, described as follows:

Tract 1:

26.846 acres, more or less, located in the Jose Maria Basquis Survey, A-85, Tarrant County, Texas, and being the same land described in that certain Special Warranty Deed, dated June 1, 2005, from NW Tarrant Growth Partners, L.P., a Texas limited partnership to Three S&W L.L.C., a Texas limited liability company, et al, recorded as Instrument No. 205156419, Official Public Records, Tarrant County, Texas.

Tract 2:

8.0 acres of land, more or less, out of the Jose Maria Basquis Survey, A-85, Tarrant County, Texas, being that portion of that certain 97.007 acres awarded to the State of Texas in Cause No. 96-16906-73, described in that certain Judgment of Court in Absence of Objections recorded in Volume 5465, Page 776, Deed Records, Tarrant County, Texas, abutting that certain 26.846 acres of land, more or less, described in that certain Special Warranty Deed, dated June 1, 2005, from NW Tarrant Growth Partners, L.P., a Texas limited partnership, to Three S&W L.L.C., a Texas limited liability company, et al, recorded as Instrument No. 205156419 Tarrant County, Texas Records.

Tract 3:

0.793 acres of land, more or less, located in the Jose Maria Basquis Survey, A-85, being that portion of Quebec Street as depicted on that certain "Final Plat of Quebec Street" recorded in Volume 388-200-24, Plat Records, Tarrant County, Texas, abutting the eastern boundary line of that certain 26.846 acres, more or less described in that certain Special Warranty Deed dated June 1, 2005, from NW Tarrant Growth Partners, L.P., a Texas limited partnership to Three S&W L.L.C., a Texas limited liability company, et al, recorded as Instrument No. 205156419, Official Public Records, Tarrant County, Texas, to the center of said road.

For the same consideration recited above, Lessor does hereby adopt, ratify and confirm the Lease as amended by this Amendment of Oil, Gas and Mineral Lease, as to all of the terms and provisions therein, and does hereby grant, lease, demise and let, to Lessee, its successors and assigns, the lands covered by the lease, as amended by this Amendment of Oil, Gas and Mineral Lease, upon and subject to all of the terms and provisions set out in the Lease. The undersigned hereby further declares that the Lease, as amended hereby, in all its terms and provisions is and remains a valid and subsisting Oil, Gas and Mineral Lease, and declares that the Lease is binding upon the Lessor, and the Lessor's successors and assigns.

Upon recording this instrument by Lessee, Lessee accepts the terms and provisions as hereby amended.

EXECUTED on the date indicated by the acknowledgement, but made effective as of June 12, 2007.

27D Minerals, a Texas Joint Venture:

William E. Stonaker
BY: William E. Stonaker, Managing Joint Venturer

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me on this 27th day of June, 2008, by William E. Stonaker, in the capacity of Managing Venturer of 27D Minerals, a Texas Joint Venture, on behalf of said Texas Joint Venture.



Angela Bahner
Notary Public, State of Texas

RETURN TO: Scott Penn
C/O TownePlace Suites
4200 International Plaza
Fort Worth, TX 76109



SCOTT PENN
C/O TOWNEPLACE SUITES
4200 INTERNATIONAL PLAZA
FT WORTH TX 76109

Submitter: SCOTT PENN

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 07/03/2008 09:23 AM
Instrument#: D208257781
LSE 5 PGS \$28.00

By: _____



D208257781

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Printed by: MV